

Hearing Date: February 15, 2007

Hearing Time: 10:00 a.m. (Prevailing Eastern Time)

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
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DEBTORS' OMNIBUS REPLY IN SUPPORT OF DEBTORS' SIXTH OMNIBUS
OBJECTION (PROCEDURAL) PURSUANT TO 11 U.S.C. § 502(b) AND
FED. R. BANKR. P. 3007 TO CERTAIN (A) DUPLICATE AND AMENDED
CLAIMS AND (B) EQUITY CLAIMS

Delphi Corporation ("Delphi")¹ and certain of its subsidiaries and affiliates, debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), hereby submit this omnibus reply in support of the Sixth Omnibus Objection (Procedural Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 To Certain (A) Duplicate And Amended Claims And (B) Equity Claims (the "Sixth Omnibus Claims Objection"), and respectfully represent as follows:

1. The Debtors filed the Sixth Omnibus Claims Objection on January 12, 2007 to disallow and expunge certain "Claims," as that term is defined in 11 U.S.C. § 101(5), because such Claims (a) are duplicative of other Claims or have been amended or superseded by later filed Claims, (b) are duplicative of other Claims or have been amended or superseded by later filed Claims, and are survived by two Claims, (c) were filed by holders of Delphi common stock solely on account of their stock holdings, and (d) were filed by holders of Delphi common stock solely on account of their stock holdings and were untimely pursuant to the Bar Date Order. The Debtors sent each claimant whose proof of claim is subject to an objection pursuant to the Sixth Omnibus Claims Objection a personalized Notice Of Objection To Claim, identifying the claimant's proof of claim that is subject to an objection and the basis for such objection. Responses to the Sixth Omnibus Claims Objection were due by 4:00 p.m. (prevailing Eastern time) on February 8, 2007.

2. As of February 14, 2007, the Debtors had received two timely filed formal responses to the Sixth Omnibus Claims Objection (collectively, the "Responses"). For the

¹ Capitalized terms used and not otherwise defined herein have the meanings ascribed to them in the Eighth Omnibus Claims Objection.

Court's convenience, a chart summarizing the Responses by respondent is attached hereto as Exhibit A. The two formal Responses were filed by holders of duplicate and amended Claims. Each of the respondents filed duplicative claims against different Debtors for the same asserted obligation. As reflected on Exhibit A hereto, the Debtors believe that the provisions contained in paragraph 4 of the Debtors' proposed order filed with the Sixth Omnibus Claims Objection (the "Original Order") address the concerns of these respondents. That provision remains the same in the revised proposed order, a copy of which is attached hereto as Exhibit B (the "Revised Order")². Nonetheless, as set forth on Exhibit A hereto, the Debtors have agreed to adjourn these two Responses to a future hearing date. The Revised Order reflects the adjournment of the Responses to a future hearing date.

3. In addition to the Responses, the Debtors also received informal letters, e-mails, and phone calls from various parties requesting clarification of the relief requested in the Sixth Omnibus Claims Objection (the "Informal Responses"). Certain of these respondents requested that the Debtors reverse the "Surviving Claim" and the "Claim To Be Expunged" listed on Exhibit A to the Sixth Omnibus Claims Objection. Another informal response sought a modification of Debtor entity and after a reconciliation of the Debtors' books and records that Debtors agreed to modify the Debtor entity against which the Claim was asserted. The Revised Order and the proposed exhibits thereto reflect the resolutions reached on these Informal Responses.

² Attached hereto as Exhibit C is a copy of the Revised Order marked to show revisions to the form of proposed order that was submitted with the Sixth Omnibus Claims Objection.

4. Except for those Responses that have been adjourned to future hearing dates, the Debtors believe that the Revised Order adequately addresses the concerns of the respondents. Thus, the Debtors request that the Court approve the relief requested by the Debtors and enter the Revised Order.

WHEREFORE the Debtors respectfully request that this Court enter an order (a) granting the Sixth Omnibus Claims Objection, subject to the modifications reflected in the Revised Order, (b) overruling the Responses, to the extent that any respondent asserts that such respondent's Response is not adequately addressed by the Revised Order, and (c) granting the Debtors such other and further relief as is just.

Dated: New York, New York
February 14, 2007

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